

RECORDATION NO. 1120-A
Filed 1425

JAN 24 1980 - 11 15 AM
INTERSTATE COMMERCE COMMISSION

HAROLD GREENBERG
STEPHEN IRWIN
STUART M. PELLMAN
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RECORDATION NO. 11221-A
Filed 1425

JAN 24 1980 - 11 15 AM

INTERSTATE COMMERCE COMMISSION

GREENBERG IRWIN PELLMAN & SLADE

COUNSELORS AT LAW

NO. 0-024A066

Date JAN 24 1980

Fee \$ 20.00

ICC Washington, D. C.

540 MADISON AVENUE
NEW YORK, N. Y. 10022

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CABLE: "GLEEWIN"

January 23, 1980

Office of the Secretary
Recordation Office
Interstate Commerce Commission
Twelfth and Constitution Avenue, N.W.
Washington, D.C. 20423

Re: Recordation and Filing of Documents pertaining
to Prior Recordation Numbers 11220 and 11221

Dear Sirs:

In accordance with the provisions of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, we request that the enclosed documents be recorded and filed by the Interstate Commerce Commission (the "Commission").

Enclosed herewith are two originals of the documents listed below. We request that one original of each document be recorded and filed in the order listed below. We request that the additional originals be stamped by your office and returned to us.

1. First Lease Amendment, dated as of December 18, 1979, to Lease of Railroad Equipment, dated as of December 18, 1979, between Emons Industries, Inc., as lessee, and The Connecticut Bank and Trust Company, as lessor in its capacity as trustee under the Trust Agreement referred to in such Lease (the "Trustee") (which lease was recorded by the Commission on December 20, 1979 at 9:05 A.M., Recordation No. 11220).

2. First Security Agreement Amendment, dated December 18, 1979, to Security Agreement, dated as of December 18, 1979, between Citicorp Industrial Credit, Inc. and the Trustee (which Security Agreement was recorded by the Commission on December 20, 1979 at 9:05 A.M. Recordation No. 11221).

Countersigned - Donna Kelly

GREENBERG IRWIN PELLMAN & SLADE

Recordation Office
Interstate Commerce Commission

January 23, 1980
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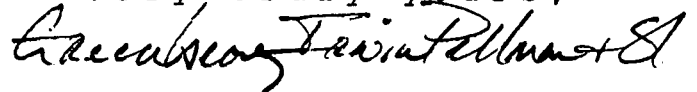
Please assign recordation number 11220A to the document numbered 1 above and recordation number 11221A to the document numbered 2 above.

A check in the amount of \$20.00 has been enclosed with this letter of transmittal to cover the recordation fee.

Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed or the transactions described therein, telephone Melvin S. Slade or Michael W. Stamm of this office, collect.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Greenberg Irwin Pellman & Slade", written over the typed name.

GREENBERG IRWIN PELLMAN &
SLADE

RECORDATION NO. 11226-A
JAN 24 1980 - 11 15 AM
INTERSTATE COMMERCE COMMISSION

FIRST LEASE AMENDMENT

FIRST LEASE AMENDMENT dated as of December 18, 1979 between THE CONNECTICUT BANK AND TRUST COMPANY, as trustee under the Trust Agreement dated as of December 18, 1979 (together with its successors in such capacity, the "Lessor") and EMONS INDUSTRIES, INC. (the "Lessee").

The Lessor and the Lessee are parties to a certain Lease of Railroad Equipment dated as of December 18, 1979 (the "Lease") and desire to amend a certain schedule to the Lease. Both parties hereto are willing to do so upon the terms and conditions hereof. Accordingly, the parties hereto agree as follows:

§1. Amendments. Schedule A to the Lease is amended by deleting the serial numbers MPA 39758 and MPA 39759 from the original schedule. ✓

§2. Continuation. Except as amended as provided in §1 hereof, the Lease remains in full force and effect.

§3. Counterparts. This Amendment may be executed in any number of counterparts all of which taken together constitute one and the same amendatory instrument and any of the parties hereto may execute this Amendment by signing any such counterparts.

§4. Governing Law. This Amendment shall be governed by and construed in accordance with the law of the State of New York.

IN WITNESS WHEREOF the parties hereto have caused this instrument to be executed in their respective corporate

names by officers thereunto duly authorized, and their respective corporate seals to be affixed and duly attested, all as of the date first above written.


THE CONNECTICUT BANK AND TRUST COMPANY,
as Trustee under the Trust Agreement

By 

Title: AVP

[Corporate Seal]

Attest:


Title: Asst. Secy.

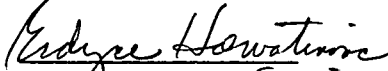
EMONS INDUSTRIES, INC.

By 

Title: V. Pres. & Co.

[Corporate Seal]

Attest:


Title: Asst. Secy.

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this ^{22nd} day of January, 1980, before me personally appeared CLARK M. WHITCOMB, to me personally known, who, being by me duly sworn, says that he is a ASSISTANT VICE PRESIDENT of The Connecticut Bank and Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patrice A. Marchese
Notary Public

[Notarial Seal]

My commission expires: March 30, 1981

PATRICE A. MARCHESE
Notary Public, State of New York
No. 03-4696611
Qualified in Bronx County
Certificate filed in New York County
Commission Expires March 30, 1981

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this ^{22nd} day of January, 1980, before me personally appeared Carl L. Smith, to me personally known, who, being by me duly sworn, says that he is a Vice President of Emons Industries, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patrice A. Marchese
Notary Public

[Notarial Seal]

My commission expires: March 30, 1981

PATRICE A. MARCHESE
Notary Public, State of New York
No. 03-4696611
Qualified in Bronx County
Certificate filed in New York County
Commission Expires March 30, 1981